

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

**D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET**

**FEE SUMMARY FOR FIRST AND FINAL FEE APPLICATION  
OF ASK LLP FOR ALLOWANCE OF COMPENSATION  
FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF  
ACTUAL AND NECESSARY EXPENSES INCURRED AS SPECIAL COUNSEL FOR  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR THE PERIOD FROM JUNE 6, 2023 THROUGH SEPTEMBER 14, 2023**

IN RE: BED BATH & BEYOND, INC., et al.

APPLICANT: ASK LLP

CASE NO.: 23-13359 (VFP)

CLIENT: Official Committee of  
Unsecured Creditors

CHAPTER: 11

CASE FILED: April 23, 2023

**SECTION I  
FEE SUMMARY**

☐ Interim Fee Application No. or ☒ Final Fee Application

	<u>FEES</u>	<u>EXPENSES</u>
Total Fees Requested in this Application:	\$60,560.00	N/A
Total Fees Requested in Prior Interim Fee Applications:	N/A	N/A
Total Retainer (If Applicable):	N/A	N/A
Total Holdback to Date in Prior Fee Applications (If Applicable):	N/A	N/A
Total Received By Applicant to Date:	\$0.00	N/A

NAME OF PROFESSIONAL	YEAR ADMITTED	TITLE/DEPARTMENT	HOURS	RATE	FEE
McGrath, Brigitte	2011	Partner / Bankruptcy	14.2	\$850.00	\$12,070.00
Udem, Marianna	2006	Partner / Bankruptcy	9.4	\$850.00	\$7,990.00
Thibodeau, Andrew	N/A	Paralegal / Bankruptcy	90.0	\$450.00	\$40,500.00
<b>Total Fees</b>			<b>113.6</b>		<b>\$60,560.00</b>

FEE TOTALS	\$ 60,560.00
DISBURSEMENTS TOTALS	<u>\$ 0.00</u>
TOTAL FEE APPLICATION	\$ 60,560.00

## SECTION II SUMMARY OF SERVICES

SERVICES RENDERED	HOURS	FEE
Employment Applications	5.6	\$4,760.00
Asset Analysis and Recovery	108.0	\$55,800.00
<b>TOTAL:</b>	<b>113.6</b>	<b>\$60,560.00</b>

### SECTION III

### SUMMARY OF DISBURSEMENTS

[illegible]

I certify under penalty of perjury that the foregoing is true and correct.

Dated: November 10, 2023

/s/ *Brigette McGrath*  
Brigette McGrath

<b>UNITED STATES BANKRUPTCY COURT DISTRICT OF NEW JERSEY</b>	
<b>Caption in Compliance with D.N.J. LBR 9004-1(b)</b> Marianna Udem Brigette McGrath ASK LLP 60 East 42 <sup>nd</sup> Street, 46 <sup>th</sup> Floor New York, NY 10165 Telephone: (212) 267-7342 Facsimile: (212) 918-3427 <a href="mailto:mudem@askllp.com">mudem@askllp.com</a> <a href="mailto:bmcgrath@askllp.com">bmcgrath@askllp.com</a>  <i>Special Counsel for the Official Committee of Unsecured Creditors</i>	
In re:	Chapter 11
BED BATH & BEYOND, INC., <i>et al.</i> , <sup>1</sup>	Case No. 23-13359 (VFP)
Debtor.	(Jointly Administered)

**FIRST AND FINAL FEE APPLICATION OF ASK LLP FOR  
ALLOWANCE OF COMPENSATION FOR PROFESSIONAL  
SERVICES RENDERED AND REIMBURSEMENT OF ACTUAL  
AND NECESSARY EXPENSES INCURRED AS SPECIAL COUNSEL FOR  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR THE PERIOD JUNE 6, 2023 THROUGH SEPTEMBER 14, 2023**

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the “Bankruptcy Rules”), D.N.J. LBR 2016-1, the Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11

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<sup>1</sup> The last four digits of Debtor Bed Bath & Beyond Inc.’s tax identification number are 0488. A complete list of the Debtors in these chapter 11 cases and each such Debtor’s tax identification number may be obtained on the website of the Debtors’ proposed claims and noticing agent at <https://restructuring.ra.kroll.com/bbby>. The location of Debtor Bed Bath & Beyond Inc.’s principal place of business and the Debtors’ service address in these chapter 11 cases is 650 Liberty Avenue, Union, New Jersey 07083.

Cases, effective as of November 1, 2013 (the “Guidelines”), the *Findings of Fact, Conclusions of Law, and Order (I) Approving the Disclosure Statement on a Final Basis and (II) Confirming the Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond, Inc. and Its Debtor Affiliates* [Docket No. 2172] (the “Confirmation Order”), and the *Second Amended Joint Chapter 11 Plan of Bed Bath & Beyond, Inc. and Its Debtor Affiliates* [Docket No. 2160] (the “Plan”), ASK LLP (“ASK” or the “Firm”), special counsel for the Official Committee of Unsecured Creditors (the “Committee”) in the bankruptcy cases of the above-captioned debtors (the “Debtors”), hereby submits its *First and Final Fee Application of ASK LLP for Allowance of Compensation for Professional Services Rendered and Reimbursement of Actual and Necessary Expenses Incurred as Special Counsel for the Official Committee of Unsecured Creditors For the Period From June 6, 2023 Through September 14, 2023* (the “Application”).

By this Application, ASK seeks final allowance of compensation in the amount of \$60,560.00 for the period June 6, 2023 through September 14, 2023 (the “Fee Period”). In support of this Application, ASK respectfully represents as follows:

### **JURISDICTION AND BASIS FOR RELIEF**

1. This Court has jurisdiction over this Application under 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and the Court may enter a final order consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory predicates for the relief requested herein are sections 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, and D.N.J. LBR 2016-1.

### **BACKGROUND**

4. On April 23, 2023 (the “Petition Date”), each Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors are operating their business and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these Cases.

5. On or about May 5, 2023, the United States Trustee for Region 3 (the “U.S. Trustee”) appointed the Committee to represent the interests of all unsecured creditors in these Cases pursuant to section 1102 of the Bankruptcy Code. The members appointed to the Committee are: (i) Ryder Integrated Logistics, Inc.; (ii) The Bank of New York Mellon, as Indenture Trustee; (iii) Intersoft Data Labs Inc; (iv) KDM P.O.P. Solutions Group; (v) Shark Ninja Operating LLC; (vi) Lenox Corporation; and (vii) SITE Centers Corp. *See Notice of Appointment of Official Committee of Unsecured Creditors* [Docket No. 218].

6. On July 12, 2023, the Committee filed the *Application of the Official Committee of Unsecured Creditors for Order, Pursuant to 11 U.S.C. §§ 328 and 1103, Fed. R. Bankr. P. 2014, and Local Rule 2014-1, Authorizing and Approving the Employment and Retention of ASK LLP as Special Counsel to Analyze and Pursue Avoidance Actions Effective as of June 6, 2023* [Docket No. 1332] (the “Retention Application”).

7. On July 20, 2023, the Court entered the *Order Authorizing and Approving the Retention of ASK LLP as Special Counsel to the Official Committee of Unsecured Creditors Effective as of June 6, 2023* [Docket No. 1419] (the “Retention Order”). The Retention Order authorized ASK to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses. A copy of the Retention Order is attached hereto as **Exhibit A**.

8. On September 14, 2023, the Court entered the Confirmation Order, which approved the Plan. Section II.B.1. of the Plan provides procedures for filing of professional fee applications and payment of final professional fees.

**ASK'S APPLICATION FOR COMPENSATION**

**Summary of Services by Project**

9. Attorneys and paraprofessionals of ASK expended a total of 113.6 hours in connection with their representation of the Committee during the Fee Period. The services rendered by ASK during the Fee Period can be grouped into the categories set forth below. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached **Exhibit B**.

**A. Asset Analysis and Recovery**

10. Time billed to this category relates to the review and analysis of potential avoidance claims that may be asserted on behalf of the Debtors' estate. ASK reviewed extensive records of payments made by the Debtors which may be subject to avoidance under chapter 5 of the Bankruptcy Code and performed an initial analysis of potential claims and defenses under section 547 of the Bankruptcy Code.

Fees: \$55,800.00                      Hours: 108.0

**B. ASK Retention**

11. During the Fee Period, ASK prepared its retention application, including the declaration of Marianna Udem in support thereof.

Fees: \$4,760.00                      Hours: 5.6

12. The nature of work performed by ASK is more fully set forth in **Exhibit B** attached hereto. The rates billed by ASK's professionals and paraprofessionals are ASK's customary hourly

rates for work of this character. The reasonable value of the services rendered by ASK for the Committee during the Fee Period is \$60,560.00.

**RELIEF REQUESTED**

13. By this Application, ASK requests that the Court approve payment of one-hundred percent (100%) of the fees incurred during the Fee Period of June 6, 2023 through September 14, 2023.

14. All services for which ASK requests compensation were performed for or on behalf of the Committee.

15. ASK has received no payment and no promises for payment from any source other than the Debtors' estates for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between ASK and any other person other than the partners of ASK for the sharing of compensation to be received for services rendered in these cases. ASK did not receive a retainer in these cases.

16. The professional services for which ASK requests final allowance of compensation were rendered and incurred in connection with this case in the discharge of ASK's professional responsibilities as attorneys for the Committee in these chapter 11 cases. ASK's services have been necessary and beneficial to the Committee, the Debtors' estates, and creditors and other parties in interest.

17. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by ASK is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, ASK has reviewed the requirements of D.N.J. LBR 2016-1, the



Guidelines, the Confirmation Order, and the Plan, and believes that this Application complies with the same.

**CERTIFICATION OF COUNSEL**

18. A Certification of Counsel is attached hereto as **Exhibit C** and made part of this Application.

WHEREFORE, ASK respectfully requests that the Court enter an order, in the form attached hereto, providing that a final allowance be made to ASK for the period from June 6, 2023 through September 14, 2023 in the sum \$60,560.00; that the Debtors be authorized and directed to pay to ASK the outstanding amount of such sums; and for such other and further relief as may be just and proper.

Dated: November 10, 2023

*/s/ Brigitte McGrath*

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Marianna Udem, Esq.  
Brigitte McGrath, Esq.  
ASK LLP  
60 East 42<sup>nd</sup> Street, 46<sup>th</sup> Floor  
New York, NY 10165  
Telephone: (212) 918-3427  
Facsimile: (212) 918-3481

*Special Counsel to the Official Committee of  
Unsecured Creditors*